

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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UMB BANK, N.A., solely in its capacity	:	
as Trustee under the Contingent Value	:	
Rights Agreement by and between	:	
Bristol-Myers Squibb Company and	:	
Equiniti Trust Company, dated	:	
November 20, 2019,	:	Case No. 1:21-cv-04897 (JMF)
	:	
Plaintiff,	:	
	:	
v.	:	
	:	
BRISTOL-MYERS SQUIBB COMPANY,	:	
	:	
Defendant.	:	
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**STIPULATION AND ~~[PROPOSED]~~ ORDER EXTENDING TIME TO RESPOND
TO COMPLAINT AND ESTABLISHING BRIEFING SCHEDULE**

Subject to the approval of the Court, plaintiff UMB Bank, N.A., solely in its capacity as Trustee (“UMB” or the “Trustee”), and defendant Bristol-Myers Squibb Company (“BMS”), by their undersigned counsel, stipulate and agree as follows:

WHEREAS:

A. UMB filed its complaint in this action (the “Complaint”) on June 3, 2021 and served the summons and complaint upon the designated agent for service of process appointed by BMS the next day. The Complaint asserts claims for breach of contract under the Contingent Value Rights Agreement dated as of November 20, 2019 by and between BMS and Equiniti Trust Company;

B. Under Rule 12(a) of the Federal Rules of Civil Procedure, the deadline for BMS to respond to the Complaint is June 25, 2021;

C. Subject to the approval of the Court, the parties have agreed to a pleading and briefing schedule that will permit each party time to analyze the issues and, if BMS responds to the Complaint with a motion to dismiss, permit both parties adequate time to prepare briefing with respect to such a motion taking into account pre-existing professional and personal obligations on both sides;

D. There has been no previous request for an extension of the deadlines addressed in this stipulation.

NOW, THEREFORE, THE PARTIES STIPULATE AND AGREE, subject to the approval of the Court, as follows:

1. The time for BMS to move, answer, or otherwise respond to the Complaint is extended through and including July 23, 2021.

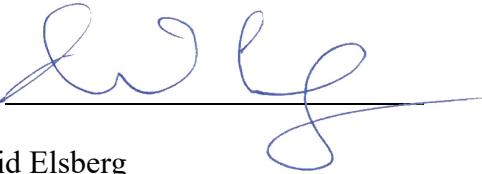
2. To the extent BMS responds to the Complaint with a motion to dismiss, UMB shall file its response to such a motion no later than September 14, 2021, and BMS shall file any reply memorandum in further support of the motion no later than October 14, 2021.

3. To the extent UMB amends its Complaint, it may do so by September 14, 2021. In that event, the parties shall confer promptly to agree upon a proposed schedule for BMS to respond to the amended complaint and for briefing with respect to any motion to dismiss. This paragraph is without prejudice to any further request by UMB for leave to amend its Complaint, and BMS reserves all rights and objections with respect to any such request.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Dated: New York, New York
June 11, 2021


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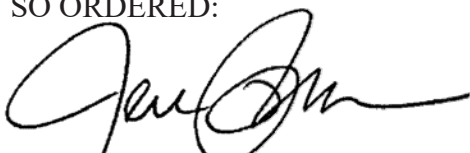

By: _____

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In light of the anticipated motion to dismiss, the initial pretrial conference currently scheduled for August 26, 2021 is ADJOURNED *sine die*. If the parties believe that the Court should hold a conference before any motion is resolved, they should confer and file a letter-motion to that effect. The Clerk of Court is directed to terminate ECF No. 11.

SO ORDERED:



U.S.D.J.
Hon. Jesse M. Furman

June 14, 2021